# **EXHIBIT 7**

### Nayak, Mahesh K.

From:

Arthur DUDLEYA [DUDLEYA@butzel.com]

Sent:

Friday, April 11, 2008 7:14 AM

To:

bkassab@k2lawyers.com

Cc:

Minkus, Daniel H.; Nayak, Mahesh K.; Peter Schrennen; schrennen@yahoo.com

Subject:

Fwd: DPI Membership Interest Purchase Agreement ClosingChecklist

Attachments: 149018\_2.DOC

Burt,

I am resending this. Our email went down yesterday evening and I am not sure that you received this.

>>> Arthur DUDLEYA 4/10/2008 4:19 PM >>> Burt,

I have attached a draft Closing Checklist for the closing under the MIPA.

Please give me or Dan Minkus a call tomorrow to discuss.

Both of us are avaiable before 10 a.m. or between 12:30 p.m. and 3 p.m.

**Thanks** 

Art

Arthur Dudley II dudleya@butzel.com

Butzel Long a professional corporation

380 Madison Avenue New York, NY 10017 212-676-3915 (direct) 347-684-0843 (cell)

150 W. Jefferson, Suite 100 Detroit, MI 48226 313-225-7070 (direct) 313-303-4824 (cell)

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## Nayak, Mahesh K.

From: Minkus, Daniel H.

**Sent:** Friday, April 25, 2008 12:16 PM

To: 'Burt S. Kassab'

'Peter Schrennen'; Nayak, Mahesh K.; 'Arthur DUDLEYA'; Minkus, Daniel H.; Antovski,

Michael M.; 'epappas@dickinsonwright.com'

Subject: Doshi / Prettl Closing Documents and Cover Letter

Attachments: DOC042508.pdf

#### Burt:

Cc:

In anticipation of Thursday's closing, I am sending you most all of the Closing documents contemplated by the MIPA. I will send the TSA by separate email (hopefully later today if not Monday morning). In the interim, I will appreciate hearing from you that your client has established accounts to which the Morgan Stanley and Comerica securities/funds can be transferred and to which proceeds may be wired by DPI and Prettl at Closing.

Thanks.

Dan.

Daniel H. Minkus
CLARK HILL PLC
255 South Old Woodward Avenue
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248.642.9692 main
248.642.2174 fax
248.988.5849 direct
248.709.3797 cell
dminkus@clarkhill.com
www.clarkhill.com

From: Shoop, Terri A.

Sent: Friday, April 25, 2008 12:11 PM

To: Minkus, Daniel H.

Subject: Prettl

# 05-44481-rdd Doc 21637-7 Filed 10/07/11 Entered 10/07/11 16:06:36 Ex**Ribit 7** of 1 Pg 4 of 7

## Nayak, Mahesh K.

From: Minkus, Daniel H.

Sent: Wednesday, April 30, 2008 8:32 PM

To: epappas@dickinsonwright.com

Cc: 'Burt S. Kassab'; 'Peter Schrennen'; Nayak, Mahesh K.; Minkus, Daniel H.; 'Arthur DUDLEYA'

Subject: FW: TSA Bullet Point List of Issues

In anticipation of tomorrow's session with you, please see the following list of material issues to be addressed and resolved in conjunction with finalizing the TSA:

- A. Definition/Scope of Services to be provided
- B. Prettl request for delivery of initial materials at Closing to permit immediate access to business records.
- C. Method/process for Identifying, Ordering and Paying for requested Services
- D. Designation of those individuals who will be providing Services
- E. Access to Doshi premises by Prettl personnel and provision of Services by Doshi personnel at local Prettl facility for Immediate Transition Period.
- F. Timing for provision of information by Doshi to Prettl
- G. Access to Doshi computers.
- H. Pre-closing identification of information to be conveyed (per schedule attached to MIPA)
- 1. Confidentiality issues with respect to information obtained by DFLLC in performing Services under the TSA.

Thanks for your continuing patience on this matter.

Dan.

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## Nayak, Mahesh K.

From: Burt S. Kassab [bkassab@k2lawyers.com]

**Sent:** Tuesday, April 29, 2008 4:42 PM

To: Minkus, Daniel H.

Cc: Nayak, Mahesh K.; 'Arthur DUDLEYA'; epappas@dickinsonwright.com;

nirav.doshi@doshigroup.net; 'Shailesh Doshi'

Subject: RE: Doshi / Prettl Closing Documents and Cover Letter

Attachments: Wiring Instrs.doc; Copier Agreement.pdf; Morgan StanleyTransfer Form; NonCompNonDiscl

Agmt (2) REDLINED.doc; Seller's Closing Cert (2) REDLINED.doc; Assign Of Mem Int (2)

REDLINED.doc

Dan,

Attached are the following documents, which are marked up to reflect my comments to the same:

- 1. Certificate of Seller;
- 2. Assignment of Membership Interest;
- 3. Non-Compete and Non-Disclosure Agreement.

I believe that my comments are consistent with the agreement of the parties as set forth in MIPA, which as you know, was extensively negotiated by the parties over several days (if not weeks). The other documents that were attached to your e-mail below were acceptable as drafted.

I have also attached the following documents with respect to the closing:

- 1. Wiring instructions for funds to be wired to my client;
- 2. Morgan Stanley Transfer form (I'll prepare a consent/acknowledgment form for Prettl, confirming Doshi's authorization to execute the transfer, since Prettl is not a signer on this account);
- 3. Copy of the DPI copier lease agreement.

I expect to forward my comments to the Transition Services Agreement later this afternoon. As to some of the issues/questions raised in your cover letter of April 25, 2008, I provide the following responses:

- A. We will provide a copy of the relevant invoices for my firm and Miller Canfield to the Arbitrator only (as required under MIPA). These are privileged documents and are subject to review by the Arbitrator only.
- B. The Comerica Account is a money market account, and the funds therein can be simply wired to DFLLC (per the wiring instructions noted above) if Prettl wishes to use the same toward the payment of the purchase price.

Please review the forgoing at your earliest convenience and provide any comments or questions regarding the same.

Burt

Burt S. Kassab, Esq. Kullen and Kassab, P.C. 7125 Orchard Lake Road Suite 301 West Bloomfield, Michigan 48322 Telephone (248) 538-2200

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Facsimile (248) 538-2201 e-mail bkassab@k2lawyers.com

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From: Minkus, Daniel H. [mailto:DMinkus@ClarkHill.com]

Sent: Friday, April 25, 2008 12:16 PM

To: Burt S. Kassab

Cc: Peter Schrennen; Nayak, Mahesh K.; Arthur DUDLEYA; Minkus, Daniel H.; Antovski, Michael M.;

epappas@dickinsonwright.com

Subject: Doshi / Prettl Closing Documents and Cover Letter

Burt:

In anticipation of Thursday's closing, I am sending you most all of the Closing documents contemplated by the MIPA. I will send the TSA by separate email (hopefully later today if not Monday morning). In the interim, I will appreciate hearing from you that your client has established accounts to which the Morgan Stanley and Comerica securities/funds can be transferred and to which proceeds may be wired by DPI and Prettl at Closing.

Thanks:

Dan.

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From: Shoop, Terri A.

Sent: Friday, April 25, 2008 12:11 PM

**To:** Minkus, Daniel H. **Subject:** Prettl

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attachment.

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